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COMMONWEALTH OF VIRGINIA

STATE CORPORATION COMMISSION

AT RICHMOND, AUGUST 27, 2001

APPLICATION OF

ALFA MUTUAL INSURANCE COMPANY

CASE NO. INS010168

For approval of acquisition  
of control of Virginia  
Mutual Insurance Company

PROTECTIVE ORDER

WHEREAS, by Motion for Protective Order filed with the Commission on August 15, 2001, Alfa Mutual Insurance Company, an Alabama-domiciled insurer licensed to transact the business of insurance in the Commonwealth of Virginia ("Alfa"), by counsel, amended and restated its Motion for Protective Order filed with the Commission on August 7, 2001;

WHEREAS, the amended and restated Motion for Protective Order requested that sections 6.3 through 6.5, 7.8, and 8.2 through 8.6 of the Strategic Affiliation Agreement between Alfa and Virginia Mutual Insurance Company, a Virginia-domiciled insurer ("Virginia Mutual"), which is designated as Attachment 1 to the Form A application, and all exhibits and schedules thereto, except Exhibits A, B, and D, collectively filed with the Form A application, be treated as confidential and not be made available for public inspection; and

THE COMMISSION, having considered the aforesaid motion and for good cause shown, is of the opinion that Alfa's Motion for Protective Order should be granted;

THEREFORE, IT IS ORDERED that sections 6.3 through 6.5, 7.8, and 8.2 through 8.6 of the Strategic Affiliation Agreement, which is designated as Attachment 1 to the Form A application, and all exhibits and schedules thereto, except Exhibits A, B, and D, collectively filed with the Form A application, shall be afforded confidential treatment by the Clerk of the Commission and shall not be made available for public inspection without further order of the Commission.